

**Bylaws of  
Rayford Bend Office Park Owners Association**

**Basic Information**

<b>Association:</b>	Rayford Bend Office Park Owners Association, established by the certificate of formation filed with the secretary of state of Texas on January 23, 2017, under file number 7100067120002, a Texas nonprofit corporation.
<b>Principal Office:</b>	61 Carlton Woods Drive, The Woodlands, TX 77382
<b>Declaration:</b>	The Declaration of Rayford Bend Office Park, a condominium, recorded under file number 2017005590 of the real property records of Montgomery County, Texas.
<b>Definitions:</b>	Capitalized terms used but not defined in the Bylaws have the meaning set forth in the Declaration.
<b>Voting Members:</b>	Members entitled to vote or their proxies. Any Member delinquent in payment of any Assessment is not a Voting Member.

**A. Members and Member's Meetings**

*A.1. Membership.* Every Owner is a Member of the Association. Membership is appurtenant to and may not be separated from ownership of a Unit.

*A.2. Place of Members Meetings.* Members meetings will be held at the Association's principal office or at another place designated by the Board.

*A.3. Annual Meetings.* The first Members meeting will be held within three months after the formation of the Association. Subsequent regular annual Members meetings will be held on the first Monday in September of each calendar year.

*A.4. Special Meetings.* The president, a majority of the Board, or Owners having at least 20 percent of the votes of the Association may call special meetings.

*A.5. Notice of Members Meetings.*

*A.5.a. Requirements.* Except as provided in paragraph F.6., written notice stating the place, day, and hour of each Members meeting, other than a reconvened meeting, must be given to each Member not less than 10 nor more than 60 days before the meeting. The special Members meeting notices must also state the meeting's purpose, and no business may be conducted except as stated in the notice. Notice to a Member is deemed given when hand delivered or mailed. If mailed, notice is deemed given (whether actually received or not) when deposited with the United States Postal Service, properly addressed, postage prepaid. Upon written request of a Member, the Association shall inform the Member of the time and place of the next regular or special meeting of the Association Members.

*A.5.b. Meetings at which Amendments Considered.* The Members cannot meet to adopt an amendment or other change to the Declaration, articles of incorporation, bylaws, or rules of the Association (the "Governing Documents") unless written notice is given to each Member, in a document showing the specific amendment or other change that would be made to the Governing Documents, after the twentieth day but before the tenth day preceding the meeting, by either (i) personal delivery as shown by a receipt signed by the Member, or (ii) deposit in the United States mail as shown on the postmark date.

*A.6. Waiver of Notice.* A Member may, in writing, waive notice of a meeting. Attendance at a meeting is a waiver of notice of the meeting, unless the Member objects to lack of notice when the meeting is called to order.

A.7. *Quorum.* Members holding 11 percent of the votes in the Association, in person or by proxy, are a quorum. If a Members meeting cannot be held because a quorum is not present, a majority of the Voting Members who are present may adjourn the meeting. At the reconvened meeting, 11 percent of the Voting Members is a quorum. If a quorum is not present, a majority of the Voting Members who are present may adjourn the meeting. At the second reconvened meeting, 11 percent of the Voting Members is a quorum. Written notice of the place, date, and hour of each reconvened meeting must be given to each Member not more than 60 nor less than 10 days before the reconvened meeting.

A.8. *Majority Vote.* Votes representing more than 50 percent of the votes at a meeting at which a quorum is present are a majority vote.

A.9. *Proxies.* Voting Members may vote by written proxy.

A.10. *Conduct of Meetings.* The president will preside over Members meetings. The secretary will keep minutes of the meetings and will record Member action at the meeting in the minutes book.

## **B. Board**

B.1. *Governing Body; Composition.* The affairs of the Association are governed by the Board. Each director has one vote. The initial Board is composed of the directors appointed in the certificate of formation. Each director must be a Member or, in the case of an entity Member, a person designated in writing to the secretary.

B.2. *Number of Directors.* The Board consists of not less than three nor more than five directors. Within those limits, the Board may change the number of directors. No decrease may shorten the term of a director.

B.3. *Term of Office.* The initial directors serve until the first annual meeting of Members.

The terms of directors will be staggered. At least one-third of the Board will be elected each year. The initial Board will determine the initial term, not to exceed three years, of each director. At the expiration of the initial term of a director, each successor will have a term of two years.

Directors may serve consecutive terms.

B.4. *Election.* Within 120 days after Declarant has conveyed 50 percent of the Units to Owners other than Declarant, the Members shall elect not less than one-third of the Board members at a meeting for such purpose. Not later than the 120th day after conveyance of 75 percent of the Units to Owners other than Declarant, the Voting Members will elect the directors of the Association and its officers as herein provided. At subsequent annual Members meetings, successors for each director whose term is expiring will be elected. Cumulative voting is prohibited. The candidate or candidates receiving the most votes will be elected. The directors elected by the Voting Members will hold office until their respective successors have been elected.

B.5. *Removal of Directors and Vacancies*

B.5.a. *Removal by Members.* Any director may be removed, with or without cause, by a majority of the Voting Members. Any director whose removal is sought will be given notice of the proposed removal.

B.5.b. *Removal by Board.* Any director may be removed at a Board meeting if the director-

- i. failed to attend three consecutive Board meetings;

- ii. failed to attend thirty percent of Board meetings within one year;
- iii. is delinquent in the payment of any Assessment for more than thirty days; or
- iv. is the subject of an enforcement action by the Association for violation of the Dedicatory Instruments.

*B.5.c. Vacancies.* A director's position becomes vacant if the director dies, becomes incapacitated, resigns, or is no longer a Member.

*B.5.d. Successors.* If a director is removed or a vacancy exists, a successor will be elected by the remaining directors for the remainder of the term.

*B.6. Compensation.* Directors will not receive compensation. A director may be reimbursed for expenses approved by the Board.

*B.7. Powers.* The Board has all powers necessary to administer the Association's affairs.

*B.8. Management.* The Board may employ a managing agent and delegate specified powers of the Board to the managing agent. Declarant, or an affiliate of Declarant, may be the managing agent.

*B.9. Accounts and Reports.* Accounting must conform to good accounting practices. The Association shall obtain an annual audit of its records in accordance with section 82.114(c) of the Act. Accounts will not be commingled with accounts of other persons. The following financial reports will be prepared at least annually:

- a. An income statement reflecting all income and expense activity for the preceding period.
- b. A statement reflecting all cash receipts and disbursements for the preceding period.
- c. A variance report reflecting the status of all accounts in an "actual" versus "approved" budget format.
- d. A balance sheet as of the last day of the preceding period.
- e. A delinquency report listing all Owners who are delinquent by more than sixty days in paying any Assessment and describing the status of any action to collect those delinquent Assessments.

*B.10. Borrowing.* The Board may borrow money to maintain, repair, or restore the Common Elements without the approval of the Members. If approved in advance by the Members in the same manner as approving a Special Assessment, the Board may borrow money for any other purpose.

*B.11. Rights of Association.* With respect to the Common Elements, and in accordance with the Declaration, the Association will have the right to contract with any person for the performance of various duties and functions. Such agreements require the approval of the Board.

## **C. Board Meetings**

*C.1. Regular Meetings.* Regular meetings of the Board will be held at such time and place as determined by the Board, but at least 4 such meetings will be held during each fiscal year. Notice of the time and place of the meetings will be given to directors not less than ten days and not more than twenty days before the meetings. Board meetings must be open to Members, subject to the right of the Board to adjourn a meeting of

the Board and convene in executive session to consider actions involving personnel, pending litigation, contract negotiations, enforcement actions, matters involving the invasion of privacy of Members, or matters that are to remain confidential by request of the affected parties and agreement of the Board. The general nature of any business to be considered in executive session must first be announced at the open meeting.

*C.2. Special Meetings.* Special meetings will be held when called by written notice signed by the president or by any two directors. The notice will specify the time and place of the meeting and the matters to be covered at the meeting.

*C.3. Subsequent Meetings.* Upon written request of a Member, the Association shall inform the Member of the time and place of the next regular or special meeting of the Board.

*C.4. Meeting at which Amendment Considered.* The Board cannot meet to adopt an amendment or other change to the Declaration, articles of incorporation, bylaws, or rules of the Association (the "Governing Documents") unless the Board gives written notice to each Member, in a document showing the specific amendment or other change that would be made to the Governing Documents, after the twentieth day but before the tenth day preceding the meeting, by either (a) personal delivery as shown by a receipt signed by the Member, or (b) deposit in the United States mail as shown on the postmark date.

*C.5. Waiver of Notice.* The actions of the Board at any meeting are valid if (a) a quorum is present and (b) either (i) proper notice of the meeting was given to each director and all Members who are entitled to notice of the meeting or (ii) a written waiver of notice is given by any director who did not receive proper notice of the meeting and all Members who are entitled to notice of the meeting. Proper notice of a meeting will be deemed given to any director or Member who attends the meeting without protesting before or at its commencement about the lack of proper notice.

*C.6. Quorum of Board.* At all meetings, a majority of the Board will constitute a quorum, and the votes of a majority of the directors present at a meeting at which a quorum is present constitutes the decision of the Board. If the Board cannot act because a quorum is not present, a majority of the directors who are present may adjourn the meeting to a date not less than ten nor more than twenty days from the date the original meeting was called. At the reconvened meeting, if a quorum is present, any business that may have been transacted at the meeting originally called may be transacted without further notice.

*C.7. Conduct of Meetings.* The president will preside at Board meetings. The secretary will keep minutes of the meetings and will record in a minute book the votes of the directors.

*C.8. Action without Meeting.* Unless the Association's certificate of formation or the Declaration provides otherwise, the Board may act by unanimous written consent of all the directors, without a meeting, if (a) the Board action does not involve voting on a fine, damage assessment, appeal from a denial of architectural control approval, or suspension of a right of a particular Association Member before the Member has an opportunity to attend a Board meeting to present the Member's position, including any defense on the issue; and (b) a record of the Board action is filed with the minutes of Board meetings.

*C.9. Proxies.* Directors may vote by written proxy provided, however, that any director present through written proxy may not be counted towards a quorum.

## **D. Officers**

*D.1. Officers.* The officers of the Association are a president, vice president, secretary, treasurer, and any other position designated by the Board. The officers have the authority and duties prescribed by the Board. Any two or more offices may be held by the same person, except the offices of president and secretary.

*D.2. Election, Term of Office, and Vacancies.* Officers will be elected annually by the Board at the first

meeting of the Board following each annual meeting of the Voting Members. A vacancy in any office may be filled by the Board for the unexpired portion of the term.

*D.3 Removal.* The Board may remove any officer whenever, in the Board's judgment, the interests of the Association will be served thereby.

*D.4 Powers and Duties.* Officers have such powers and duties as are generally associated with their respective offices and as may be specifically conferred by the Board. The president is the chief executive officer of the Association. The treasurer has primary responsibility for the preparation of the budget and financial reports and may delegate all or part of the preparation and notification duties to a finance committee, management agent, or both.

*D.5 Resignation.* Any officer may resign at any time by giving written notice to the Board, the president, or the secretary. Resignation takes effect on the date of the receipt of the notice or at any later time specified in the notice.

## **E. Committees**

The Board may establish committees by resolution and authorize the committees to perform the duties described in the resolution.

## **F. Miscellaneous**

*F.1 Fiscal Year.* The Board may establish the Association's fiscal year by resolution. In the absence of a Board resolution determining otherwise, the Association's fiscal year is a calendar year.

*F.2 Rules for Meeting.* The Board may adopt rules for the conduct of meetings of Members, Board, and committees.

*F.3 Conflict.* The Declaration controls over these Bylaws.

*F.4 Examination of Books and Records*

*F.4.a Examination by Member.* After a written request to the Association, a Member may examine and copy, in person or by agent, any Association books and records relevant to that purpose. The Board may establish rules concerning the (i) form of the request; (ii) reasonable hours and days of the week for the inspection; and (iii) payment of costs related to a Member's inspection and copying of books and records.


*F.4.b Examination by Director.* A director has the right, at any reasonable time and at the Association's expense, to examine and copy the Association's books and records at the Association's Principal Office and to inspect the Association's properties.

*F.5 Notices.* Any notice required or permitted by the Dedicatory Instruments must be in writing. Notices regarding enforcement actions must be given by certified mail, return receipt requested. All other notices may be given by regular mail. Notice is deemed delivered (whether actually received or not) when properly deposited with the United States Postal Service, addressed to a Member at the Member's last known address according to the Association's records and the Association, the Board, or a managing agent at the Association's Principal Office or another address designated in a notice to the Members. Unless otherwise required by law or the Dedicatory Instruments, actual notice, however delivered, is sufficient.

*F.6 Amendment.* These Bylaws may be amended only by the vote of seventy percent of the Voting Members in the Association.

The officers who are authorized to prepare, execute, certify, and record amendments to the Declaration on behalf of the Association are as follows: the President, Secretary and Treasurer.

Rayford Bend Office Park Owners Association, a Texas nonprofit corporation

By , President

STATE OF TEXAS )

COUNTY OF Montgomery )

This instrument was acknowledged before me on January 30, 2017, by Jose Guerrero, President, of Rayford Bend Office Park Owners Association, a Texas nonprofit corporation, on behalf of said nonprofit corporation.



Notary Public, State of Texas

My commission expires: \_\_\_\_\_





## Office of the Secretary of State

### CERTIFICATE OF FILING OF

Rayford Bend Office Park Owners Association  
File Number: 802631280

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 01/23/2017

Effective: 01/23/2017



A handwritten signature in black ink, appearing to read "Rolando B. Pablos".

Rolando B. Pablos  
Secretary of State

**Form 202**

Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/463-5709



**Certificate of Formation  
Nonprofit Corporation**

Filing Fee: \$25

Filed in the Office of the  
Secretary of State of Texas  
Filing #: 802631280 01/23/2017  
Document #: 710067120002  
Image Generated Electronically  
for Web Filing

**Article 1 - Corporate Name**

The filing entity formed is a nonprofit corporation. The name of the entity is :

**Rayford Bend Office Park Owners Association**

**Article 2 – Registered Agent and Registered Office**

A. The initial registered agent is an organization (cannot be corporation named above) by the name of:

**OR**

B. The initial registered agent is an individual resident of the state whose name is set forth below:

**Name:**

**Lewis Walker**

C. The business address of the registered agent and the registered office address is:

**Street Address:**

**61 Carlton Woods Drive The Woodlands TX 77382**

**Consent of Registered Agent**

A. A copy of the consent of registered agent is attached.

**OR**

B. The consent of the registered agent is maintained by the entity.

**Article 3 - Management**

A. Management of the affairs of the corporation is to be vested solely in the members of the corporation.

**OR**

B. Management of the affairs of the corporation is to be vested in its board of directors. The number of directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below.

Director 1: **Lewis Walker**

Title: **Director**

Address: **61 Carlton Woods Drive The Woodlands TX, USA 77382**

Director 2: **Victor Hugo Guerrero Balderrama**

Title: **Director**

Address: **61 Carlton Woods Drive The Woodlands TX, USA 77382**

Director 3: **Jose Manuel Guerrero Balderrama**

Title: **Director**

Address: **61 Carlton Woods Drive The Woodlands TX, USA 77382**

**Article 4 - Organization Structure**

A. The corporation will have members.

or

B. The corporation will not have members.

**Article 5 - Purpose**

The corporation is organized for the following purpose or purposes:

**The Management of the Condominium known as Rayford Bend Office Park, a Condominium located in Montgomery County, Texas**



**Supplemental Provisions / Information**

[The attached addendum, if any, is incorporated herein by reference.]

**Effectiveness of Filing**

A. This document becomes effective when the document is filed by the secretary of state.

**OR**

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

**Organizer**

The name and address of the organizer are set forth below.

**John Roger Cox      1790 Hughes Landing Blvd., The Woodlands, TX 77380**

**Execution**

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

**John Roger Cox**

Signature of organizer.

**FILING OFFICE COPY**

**MINUTES OF THE ORGANIZATIONAL MEETING OF  
THE BOARD OF DIRECTORS OF  
RAYFORD BEND OFFICE PARK OWNERS ASSOCIATION**

The organizational meeting of the Board of Directors of RAYFORD BEND OFFICE PARK OWNERS ASSOCIATION, a Texas non-profit corporation, was held at 61 Carlton Woods Drive, The Woodlands, Texas 77382, on January 26, 2017

The undersigned, being all of the members of the initial Board of Directors of RAYFORD BEND OFFICE PARK OWNERS ASSOCIATION named in the Corporation's Certificate of Formation filed with the Secretary of State of Texas were present. The undersigned waived notice of the meeting as evidenced by the attached Waiver of Notice signed and appended hereto.

Jose Manuel Guerrero Balderrama was appointed Chairman of the meeting and Lewis Walker was appointed Secretary of the meeting.

**CERTIFICATE OF FORMATION**

The Secretary then presented and read to the meeting a copy of the Certificate of Formation and reported that the original thereof was filed in the office of the Secretary of State of the State of Texas on January 23, 2017, and that the Secretary of State issued a formal Acknowledgment of Filing to the Corporation on that date. The Secretary presented the Acknowledgment of Filing annexed to an approved duplicate of the Certificate of Formation as filed and it was ordered inserted into the corporate record book.

**BYLAWS**

The Secretary then presented a proposed form of bylaws. The proposed bylaws were read to the meeting, considered and upon motion duly made, seconded and carried, were adopted as and for the Bylaws of the Corporation and ordered signed and inserted into the corporate record book. The Secretary of the Corporation was instructed to maintain a copy of the Bylaws at the principal office of the Corporation available for inspection by the members of the Corporation.

**PRINCIPAL OFFICE**

Upon motion duly made, seconded and carried, it was

**RESOLVED**, that the Corporation's principal office be located and maintained at 61 Carlton Woods Drive, The Woodlands, Texas 77382, and that meetings of the Board of Directors from time to time may be held either at the principal office or at such other place as the board of directors shall from time to time order.

**MINUTE BOOK AND CORPORATE RECORDS**

The Secretary submitted to the meeting the corporate record book for maintenance of the Corporation's records. Upon motion duly made, seconded and carried, it was

**RESOLVED**, that the corporate record book is adopted as the record book of the Corporation, and further,

**RESOLVED**, that the Corporation maintain appropriate corporate records in the corporate record book, including but not limited to originals, copies or certified copies of the Corporation's original and any amended, corrected or restated, Acknowledgment of Filing, Certificate of Formation, Bylaws, minutes of meetings, and written consents.

**OFFICERS**

The Chairman of the meeting then called for the election of officers of the Corporation. The following persons were nominated to the office preceding their name:

<u>Office</u>	<u>Name</u>
President	Jose Manuel Guerrero Balderrama
Secretary	Lewis Walker
Vice President	Victor Hugo Guerrero Balderrama

No further nominations being made, the nominations were closed and the directors proceeded to vote on the nominees. The Chairman announced that the foregoing nominees were elected to the offices set before their respective names to serve as such at the pleasure of the Board of Directors or pursuant to the terms of any written employment agreement executed by the Corporation and the respective officer.

**BANK ACCOUNT**

Upon motion duly made, seconded and carried, it was

**RESOLVED**, that the Corporation establish in its name one or more accounts with one or more financial institutions on such terms and conditions as may be agreed with said financial institutions, and that the officers of the Corporation are authorized to execute any resolutions required by said financial institutions for such accounts and to designate the person or persons authorized to write checks on such accounts on behalf of the Corporation.

**ORGANIZATIONAL COSTS**

Upon motion duly made, seconded and carried, it was

**RESOLVED**, that the attorney's fees, filing fees and other expenses and charges incurred and that may be incurred by the Corporation or persons acting on behalf of the Corporation in connection with the formation of the Corporation are reasonable and shall be paid or reimbursed by the Corporation.


**FURTHER INSTRUCTIONS TO OFFICERS**

Upon motion duly made, seconded and carried, it was

**RESOLVED**, that the officers of the Corporation are authorized to do all things and take all action necessary and helpful to carry out the above resolutions and all acts of the officers and any persons acting for the Corporation which are consistent with the above resolutions are ratified and adopted as the acts of the Corporation.

The Chairman asked whether there was any further business to come before the Directors at this meeting, and there being no response, the meeting was adjourned.

DATE: January 26, 2017





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Lewis Walker  
Secretary

**APPROVED:**


  
\_\_\_\_\_  
Lewis Walker

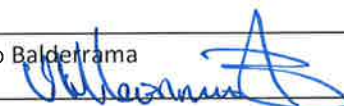
  
\_\_\_\_\_  
Victor Hugo Guerrero Balderrama

  
\_\_\_\_\_  
Jose Manuel Guerrero Balderrama

**WAIVER OF NOTICE AND CONSENT**

**RESOLVED**, that the undersigned, being all of the members of the initial Board of Directors of RAYFORD BEND OFFICE PARK OWNERS ASSOCIATION named in the Corporation's Certificate of Formation filed with the Secretary of State of Texas by approving the Minutes of the Organizational Meeting of the Directors, and by this resolution, do hereby waive notice of the time and place of the meeting, consent to the meeting and approve the contents of the Minutes of the Organizational Meeting of the Directors.

  
\_\_\_\_\_  
Lewis Walker  
Date signed: 1-30-17

  
\_\_\_\_\_  
Victor Hugo Guerrero Balderrama  
Date signed: 1-30-17

  
\_\_\_\_\_  
Jose Manuel Guerrero Balderrama  
Date signed: 1-30-17

Form 202

Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/463-5709

Filing Fee: \$25



**Certificate of Formation  
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**Rayford Bend Office Park Owners Association**

**Article 2 – Registered Agent and Registered Office**

A. The initial registered agent is an organization (cannot be corporation named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

**Lewis Walker**

C. The business address of the registered agent and the registered office address is:

Street Address:

**61 Carlton Woods Drive The Woodlands TX 77382**

**Consent of Registered Agent**

A. A copy of the consent of registered agent is attached.

OR

B. The consent of the registered agent is maintained by the entity.

**Article 3 - Management**

A. Management of the affairs of the corporation is to be vested solely in the members of the corporation.

OR

B. Management of the affairs of the corporation is to be vested in its board of directors. The number of directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below.

Director 1: **Lewis Walker**

Title: **Director**

Address: **61 Carlton Woods Drive The Woodlands TX, USA 77382**

Director 2: **Victor Hugo Guerrero Balderrama**

Title: **Director**

Address: **61 Carlton Woods Drive The Woodlands TX, USA 77382**

Director 3: **Jose Manuel Guerrero Balderrama**

Title: **Director**

Address: **61 Carlton Woods Drive The Woodlands TX, USA 77382**

**Article 4 - Organization Structure**

A. The corporation will have members.

or

B. The corporation will not have members.

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The corporation is organized for the following purpose or purposes:

**The Management of the Condominium known as Rayford Bend Office Park, a Condominium located in Montgomery County, Texas**

**Supplemental Provisions / Information**

[The attached addendum, if any, is incorporated herein by reference.]

**Effectiveness of Filing**

A. This document becomes effective when the document is filed by the secretary of state.

**OR**

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

**Organizer**

The name and address of the organizer are set forth below.

**John Roger Cox      1790 Hughes Landing Blvd., The Woodlands, TX 77380**

**Execution**

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

**John Roger Cox**

Signature of organizer.

**FILING OFFICE COPY**